

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:
	:
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
	:
Debtors	:
	:
	:
-----X	

Chapter 11
Case No. 05-44481 (RDD)
Jointly Administered

AFFIDAVIT OF JOSEPH E. O'NEIL

STATE OF PENNSYLVANIA )  
 ) SS:  
COUNTY OF PHILADELPHIA )

Joseph E. O'Neil, being duly sworn, deposes and says:

1. I am a principal of Lavin, O'Neil, Ricci, Cedrone & DiSipio ("Lavin"), which firm maintains offices at 420 Lexington Avenue, Graybar Building, Suite 2900, New York, New York, 10170; 190 North Independence Mall West, 6<sup>th</sup> & Race Streets, Suite 500, Philadelphia, Pennsylvania, 19106 and 1300 Route 73, Suite 307, Mt. Laurel, New Jersey, 08054.

2. Neither I, "Lavin", nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.

3. "Lavin", has represented and advised the Debtors in legal services with respect to a broad range of aspect of the Debtors' businesses.

4. The Debtors have requested, and “Lavin” has agreed, to continue to represent and advise the Debtors pursuant to Section 327(e) of Title 11 of the United States Code, 11 U.S.C. §§101-1330, as amended (the Bankruptcy Code), with respect to such matters. Additionally, the Debtors have requested, and “Lavin” proposes, to render the following services to the Debtors in connection with a lawsuit captioned *Marion Ross and William Ross, Her Husband, Plaintiffs v. Ford Motor Company, John Does (Fictitious Names 1-5 as manufacturers and/or distributors) and Delphi Corporation f/k/a Delphi Automotive Systems Corporation, a former subsidiary of General Motors-GM Automotive Components Group Worldwide, jointly, severally and in the alternative, Defendants.*

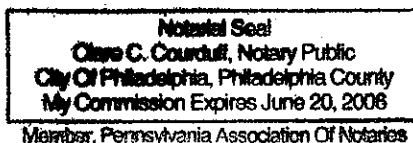
5. "Lavin's" current fees arrangement is based on hourly charges plus expenses.
6. Except as set forth herein, no promises have been received by "Lavin" or any partner, auditor or other member thereof as to compensation in connection with these Chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, Orders of this Court and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.
7. "Lavin" has no agreement with any entity to share with such entity any compensation received by "Lavin".
8. "Lavin" and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending Chapter 11 cases. "Lavin" does not and will not represent any such entity in connection with these pending Chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.
9. Neither I, "Lavin", nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which "Lavin" is to be engaged.
10. The foregoing constitutes the statement of "Lavin" pursuant to Sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT

  
JOSEPH E. O'NEIL

Subscribed and sworn before me this  
17th day of January, 2006

  
Notary Public



AFFIDAVIT OF SERVICE

Robin Rose, being duly sworn, deposes and says: deponent is not a party to the action, is over 18 years of age and resides in Philadelphia, Pennsylvania.

On January 18, 2006, deponent served the within Affidavit of Joseph E. O'Neil upon:

General Counsel  
Delphi Corporation  
5725 Delphi Drive  
Troy, MI 48098

John Wm. Butler, Jr., Esquire  
Skadden, Arps, Slate, Meagher & Flom  
333 West Wacker Drive, Suite 2100  
Chicago, IL 60606

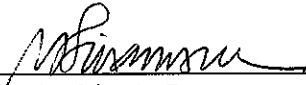
Alicia M. Leonhard, Esquire  
United States Trustee  
33 Whitehall Street, Suite 2100  
New York, NY 10044

Mark A. Broude, Esquire  
Latham & Watkins  
885 Third Avenue  
New York, NY 10022

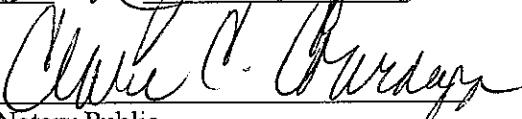
Marissa Wesley, Esquire  
Simpson Thacher & Bartlett LLP  
425 Lexington Avenue  
New York, NY 10017

Marlane Melican, Esquire  
Davis Polk & Wardell  
450 Lexington Avenue  
New York, NY 10017

Donald R. Parshall, Esquire  
Delphi Corporation  
5825 Delphi Drive  
Mail Code: 480-410-254  
Troy, MI 48098-2815

  
\_\_\_\_\_  
Robin A. Rose

Subscribed and sworn before me this  
18<sup>th</sup> day of January, 2006

  
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Notary Public

